

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re: W. R. Grace & Co., et al
Debtor

Case No. 01-01139 Jointly Administered
Reporting Period: September 2005

MONTHLY OPERATING REPORT

File with Court and submit copy to United States Trustee within 20 days after end of month

Submit copy of report to any official committee appointed in the case.

REQUIRED DOCUMENTS	Form No.	Document Attached	Explanation Attached
Schedule of Cash Receipts and Disbursements	MOR-1	X	
Bank Reconciliation (or copies of debtor's bank reconciliations)	MOR-1 (con't)	X	
Copies of bank statements		X	
Cash disbursements journals			Not available
Statement of Operations	MOR-2	X	
Balance Sheet	MOR-3	X	
Status of Postpetition Taxes	MOR-4	X	
Copies of IRS Form 6123 or payment receipt			Not available
Copies of Federal income tax returns filed during reporting period			None filed
Summary of Unpaid Postpetition Debts	MOR-4		See Note #4
Listing of aged accounts payable			See Note #4
Accounts Receivable Reconciliation and Aging	MOR-5	X	
Debtor Questionnaire	MOR-5	X	

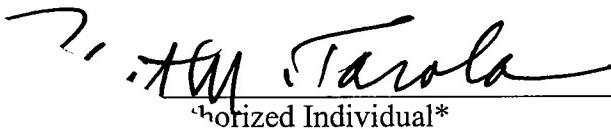
I declare under penalty of perjury (28 U.S.C. Section 1746) that this report and the documents attached are true and correct to the best of my knowledge and belief.

Signature of Debtor

Date

Signature of Joint Debtor

Date



Authorized Individual*

ed Individual



Date

Senior Vice President and
Chief Financial Officer

Title of Authorized Individual

officer, director or shareholder if debtor is a corporation; a partner if debtor is a partnership; a manager or member if debtor is a

**W. R. Grace & Co.
Monthly Financial Report
September 30, 2005**

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Monthly Operating Report

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Bank Statements

Federal Income Tax Returns

none

Forward-Looking Information

This monthly financial report contains forward-looking information that involves risks and uncertainties. For such information, Grace claims the protection of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995. Actual results could differ materially from the results predicted, and reported results should not be considered as a indication of future performance. Factors that could cause actual results to differ from those contained in the forward-looking information include those factors set forth in Grace's most recent Annual Report on Form 10-K and quarterly reports on Form 10-Q, which have been filed with the Securities Exchange Commission.

Statement of Confidentiality

The information contained in the monthly financial report contains confidential information of W. R. Grace & Co. and its subsidiaries (the "Confidential Information"). The Confidential Information has been prepared solely for information purposes and may not be disclosed to any person or entity or reproduced, disseminated or disclosed, in whole or in part, except to officers, directors, employees, and representatives of the recipient ("Representatives") or as required by applicable law or regulation. By receipt of the Confidential Information, each recipient agrees to (1) use the Confidential Information only to enhance its understanding of Grace and its businesses, and (2) inform its Representatives of the confidential nature of such information and direct them to treat such information in accordance with the terms. Each recipient agrees to be responsible for any breach of these provisions by any of its Representatives.

Monthly Operating Report

W. R. Grace & Co. - Conn

Schedule of Cash Receipts and Disbursements

MOR-1

September 2005

	JP Morgan Chase Disbursement 9101013572	Wachovia Lockbox 8619039102	First Union Deposit Acct. 2199500021812	First Union Payroll 2079900003615	Merrill Lynch Investment 3323735	Merrill Lynch Investment 3343175	JP Morgan Chase Holding 323223141
CASH BEGINNING OF MONTH	\$ 128,634	\$ -	\$ (0)	\$ 0	\$ 193,082,770	\$ 0	\$ 758,842
RECEIPTS							
ACCOUNTS RECEIVABLE - THIRD PARTIES							
ACCOUNTS RECEIVABLE - INTERCOMPANY							
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI							
DIP BORROWINGS							
TRANSFERS IN - THIRD PARTIES			234,204		568,929		2,086
TRANSFERS IN - NONFILING ENTITIES							
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS	200,000				82,700,000		
MISCELLANEOUS							
TOTAL RECEIPTS	200,000	-	234,204	-	83,268,929	-	2,086
DISBURSEMENTS							
PAYROLL							
PAYROLL TAXES							
TRADE PAYABLES - THIRD PARTIES							
TRADE PAYABLES - INTERCOMPANY							
ACCOUNT SECURITIZATION							
PAYMENTS AS SERVICER FOR GRPI							
DIP PRINCIPAL REPAYMENTS							
DIP INTEREST AND USAGE FEES							
TRANSFERS OUT - THIRD PARTIES	232,009						
TRANSFERS OUT - NONFILING ENTITIES							
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS			234,204		50,400,000		
MISCELLANEOUS							
TOTAL DISBURSEMENTS	232,009	-	234,204	-	50,400,000	-	-
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	(32,009)	-	-	-	32,868,929	-	2,086
CASH - END OF MONTH	96,625	-	(0)	0	225,951,699	0	758,928

Note #1

Various payments are made by W. R. Grace & Co. - Conn on behalf of certain other debtor entities, generally and primarily those that are inactive and/or have no direct employees. Such expenditures are generally de minimis and could include professional fees, state registration fees, business license fees and certain taxes.

W. R. Grace & Co. - Conn

Schedule of Cash Receipts and Disbursements

MOR-1

September 2005

	JP Morgan Chase Concentration 16001257	Bank of America Lockbox 8188203114	Bank of America Securities LLC 22330134	First Union Concentration 2000000282172	First Union Payroll 2079900016741	First Union Payroll 2079900005600	Civic Bank Payroll 15502015736	First Union Libby,Medical 2079900065006
CASH BEGINNING OF MONTH	\$ 205,711	\$ (37,581)	\$ 38,079,690	\$ (0)	\$ 0	\$ (0)	\$ 0	\$ (0)
RECEIPTS								
ACCOUNTS RECEIVABLE - THIRD PARTIES		54,783,086						
ACCOUNTS RECEIVABLE - INTERCOMPANY		1,111,057						
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI								
DIP BORROWINGS								
TRANSFERS IN - THIRD PARTIES	1,146,021							
TRANSFERS IN - NONFILING ENTITIES	22,763,104							
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS	175,132,325			83,000,000	17,519,489	5,373		104,331
MISCELLANEOUS					576,988			
TOTAL RECEIPTS	199,041,451	55,894,143	-	83,000,000	18,096,477	5,373	-	104,331
DISBURSEMENTS								
PAYROLL					12,269,926			
PAYROLL TAXES					5,826,549			
TRADE PAYABLES - THIRD PARTIES	1,116,748							
TRADE PAYABLES - INTERCOMPANY								
ACCOUNT SECURITIZATION PAYMENTS AS SERVICER FOR GRPI								
DIP PRINCIPAL REPAYMENTS								
DIP INTEREST AND USAGE FEES	185,110							
TRANSFERS OUT - THIRD PARTIES	8,945,453	1,898,122				1,818		104,331
TRANSFERS OUT - NONFILING ENTITIES	1,869,523							
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS	186,928,154	51,912,168		81,481,640				
MISCELLANEOUS				1,518,360		3,555		
TOTAL DISBURSEMENTS	199,045,087	53,810,290	-	83,000,000	18,096,475	5,373	-	104,331
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	(3,637)	2,083,853	-	-	2	-	-	-
CASH - END OF MONTH	202,074	2,046,293	38,079,690	(0)	2	(0)	0	(0)

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W. R. Grace & Co. - Conn

Schedule of Cash Receipts and Disbursements

MOR-1

September 2005

	First Union Accts Payable: 2079920005761	First Union Payroll 207990006755	Wachovia Lockbox 1868-082638	First Union Accts payable 2079900005260	First Union Accts Payable: 2079900005231	Allfirst Payroll 16298831	SunTrust Payroll: 00000141300	PNC 4002641360
CASH BEGINNING OF MONTH	\$ -	\$ -	\$ 0	\$ 0	\$ 0	\$ -	\$ 45,246	\$ 24,454
RECEIPTS								
ACCOUNTS RECEIVABLE - THIRD PARTIES				30,143,883				
ACCOUNTS RECEIVABLE - INTERCOMPANY				17,664,507				
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI								
DIP BORROWINGS								
TRANSFERS IN - THIRD PARTIES								
TRANSFERS IN - NONFILING ENTITIES								
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS	33,485,600			1,745,972	28,620,874			
MISCELLANEOUS	4,372,336					819,084		
TOTAL RECEIPTS	37,857,936	-	47,808,390	1,745,972	29,439,958	-	-	-
DISBURSEMENTS								
PAYROLL								
PAYROLL TAXES								
TRADE PAYABLES - THIRD PARTIES	(a) 37,857,936			1,072,987	29,439,958			
TRADE PAYABLES - INTERCOMPANY								
ACCOUNT SECURITIZATION PAYMENTS AS SERVICER FOR GRPI								
DIP PRINCIPAL REPAYMENTS								
DIP INTEREST AND USAGE FEES								
TRANSFERS OUT - THIRD PARTIES								
TRANSFERS OUT - NONFILING ENTITIES								
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS			47,562,493					
MISCELLANEOUS			245,897	672,985				
TOTAL DISBURSEMENTS	37,857,936	-	47,808,390	1,745,971	29,439,958	-	-	-
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	-	-	-	0	-	-	-	-
CASH - END OF MONTH	-	-	0	0	0	-	45,246	24,454

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(a) These disbursements include Libby Indictment, legal, and indemnification costs of \$1,609,092.

W. R. Grace & Co. - Conn

Schedule of Cash Receipts and Disbursements

MOR-1

September 2005

	Hibernia/Nell Disbursement 101381210	Bank of America Payroll 0000 0002-2137	Allfirst Payroll 16298657	First Union Petty Cash 2040000016900	Banco de Credito Operating Accts 1931116122056	Banco de Credito Operating Accts 1931125983172	Banco de Credito Time Deposit 0015820
CASH BEGINNING OF MONTH	\$ 10,000	\$ -	\$ (0)	\$ 56,345	\$ 7,887	\$ 523,319	\$ -
RECEIPTS:							
ACCOUNTS RECEIVABLE - THIRD PARTIES					14,761	99,971	
ACCOUNTS RECEIVABLE - INTERCOMPANY							
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI							
DIP BORROWINGS							
TRANSFERS IN - THIRD PARTIES					128,712	673	
TRANSFERS IN - NONFILING ENTITIES							
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS							
MISCELLANEOUS							
TOTAL RECEIPTS					143,473	100,645	
DISBURSEMENTS:							
PAYROLL					8,553		
PAYROLL TAXES					1,158		
TRADE PAYABLES - THIRD PARTIES						330,528	
TRADE PAYABLES - INTERCOMPANY							
ACCOUNT SECURITIZATION							
PAYMENTS AS SERVICER FOR GRPI							
DIP PRINCIPAL REPAYMENTS							
DIP INTEREST AND USAGE FEES							
TRANSFERS OUT - THIRD PARTIES					113,600	130,000	
TRANSFERS OUT - NONFILING ENTITIES							
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS							
MISCELLANEOUS					20,891	18,879	
TOTAL DISBURSEMENTS					144,202	479,407	
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)					(729)	(378,762)	
CASH - END OF MONTH	10,000	-	(0)	56,345	7,158	144,557	-

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W. R. Grace & Co. - Conn

Schedule of Cash Receipts and Disbursements

MOR-1

September 2005

	Banco Sudamer Operating Acct 10220251	Banco Sudamer Operating Acct 10220260	Cash In Transf.	Cash: on Hand	Other	CURRENT MONTH	PROJECTED
CASH BEGINNING OF MONTH	\$ 342	\$ 38,240	\$ (68,926)	\$ 43,925	\$ 3,070,547	235,967,464	\$ -
RECEIPTS							
ACCOUNTS RECEIVABLE - THIRD PARTIES						85,041,702	
ACCOUNTS RECEIVABLE - INTERCOMPANY		441,294				19,216,857	
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI						-	
DIP BORROWINGS						-	
TRANSFERS IN - THIRD PARTIES	19,827		68,927			2,189,178	
TRANSFERS IN - NONFILING ENTITIES		790				22,763,894	
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS						422,513,966	
MISCELLANEOUS				500		5,768,908	
TOTAL RECEIPTS	19,827	442,084	68,927	500	-	557,474,505	
DISBURSEMENTS							
PAYROLL						12,278,479	
PAYROLL TAXES	16,026					5,843,733	
TRADE PAYABLES - THIRD PARTIES		223,113				70,041,270	
TRADE PAYABLES - INTERCOMPANY						-	
ACCOUNT SECURITIZATION PAYMENTS AS SERVICER FOR GRPI						-	
DIP PRINCIPAL REPAYMENTS						-	
DIP INTEREST AND USAGE FEES						185,110	
TRANSFERS OUT - THIRD PARTIES		20,000				11,445,334	
TRANSFERS OUT - NONFILING ENTITIES						1,869,623	
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS						418,518,658	
MISCELLANEOUS	2,406	9,600			3,215,962	5,708,535	
TOTAL DISBURSEMENTS	18,432	252,713	-	-	3,215,962	525,890,742	
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	1,194	189,371	68,927	500	(3,215,962)	31,583,763	
CASH - END OF MONTH	1,536	227,611	1	44,425	(145,415)	267,551,227	\$ -

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W.R. Grace & Co.

Schedule of Cash Receipts and Disbursements

MOR-1

September 2005

	JP Morgan Chase Pass Through 323881963	CURRENT MONTH	
		ACTUAL	PROJECTED
CASH BEGINNING OF MONTH	\$ 48	\$ 48	
RECEIPTS			
ACCOUNTS RECEIVABLE - THIRD PARTIES		-	
ACCOUNTS RECEIVABLE - INTERCOMPANY		-	
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI		-	
DIP BORROWINGS		-	
TRANSFERS IN - THIRD PARTIES		-	
TRANSFERS IN - NONFILING ENTITIES		-	
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS	21,028,154	21,028,154	
TOTAL RECEIPTS	21,028,154	21,028,154	
DISBURSEMENTS			
PAYROLL		-	
PAYROLL TAXES		-	
TRADE PAYABLES - THIRD PARTIES		-	
TRADE PAYABLES - INTERCOMPANY		-	
ACCOUNT SECURITIZATION		-	
PAYMENTS AS SERVICER FOR GRPI		-	
DIP PRINCIPAL REPAYMENTS		-	
DIP INTEREST AND USAGE FEES		-	
TRANSFERS OUT - THIRD PARTIES		-	
TRANSFERS OUT - NONFILING ENTITIES		-	
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS	21,028,154	21,028,154	
MISCELLANEOUS	48	48	
TOTAL DISBURSEMENTS	21,028,201	21,028,201	
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	(48)	(48)	
CASH - END OF MONTH	\$ 1	\$ 1	\$ -

Remedium Group, Inc.

Schedule of Cash Receipts and Disbursements

MOR-1

September 2005

	JP Morgan Chase Depository/Wire	JP Morgan Chase Disbursement	Other	CURRENT MONTH
				ACTUAL PROJECTED
CASH BEGINNING OF MONTH	\$ (792)	\$ (3,157)	\$ 1,258	\$ (2,691)
RECEIPTS				
ACCOUNTS RECEIVABLE - THIRD PARTIES				-
ACCOUNTS RECEIVABLE - INTERCOMPANY				-
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI				-
DIP BORROWINGS				-
TRANSFERS IN - THIRD PARTIES	1,258			1,258
TRANSFERS IN - NONFILING ENTITIES				-
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS	2,287,677	181,105		2,468,783
TOTAL RECEIPTS	2,288,935	181,105	-	2,470,040
DISBURSEMENTS				
PAYROLL				-
PAYROLL TAXES				-
TRADE PAYABLES - THIRD PARTIES				-
TRADE PAYABLES - INTERCOMPANY				-
ACCOUNT SECURITIZATION				-
PAYMENTS AS SERVICER FOR GRPI				-
DIP PRINCIPAL REPAYMENTS				-
DIP INTEREST AND USAGE FEES				-
TRANSFERS OUT - THIRD PARTIES	302,287	784		303,072
TRANSFERS OUT - NONFILING ENTITIES				-
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS	2,288,143			2,288,143
MISCELLANEOUS				-
TOTAL DISBURSEMENTS	2,288,143	302,287	784	2,591,215
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	792	(121,182)	(784)	(121,175)
CASH - END OF MONTH	0	(124,339)	473	(123,866)

Darex Puerto Rico, Inc.

Schedule of Cash Receipts and Disbursements

MOR-1

September 2005

	Citibank Operating Acct. 300153011	Petty Cash	Other	Cash-in-Transit	CURRENT MONTH
					ACTUAL PROJECTED
CASH BEGINNING OF MONTH	\$ 6,568,653	\$ 1,500	\$ -	\$ 0	\$ 6,570,153
RECEIPTS					
ACCOUNTS RECEIVABLE - THIRD PARTIES	506,477				506,477
ACCOUNTS RECEIVABLE - INTERCOMPANY					-
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI					-
DIP BORROWINGS					-
TRANSFERS IN - THIRD PARTIES					-
TRANSFERS IN - NONFILING ENTITIES				714,138	714,138
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS	417,769				417,769
TOTAL RECEIPTS	924,246			714,138	1,638,384
DISBURSEMENTS					
PAYROLL	6,150				6,150
PAYROLL TAXES	2,322				2,322
TRADE PAYABLES - THIRD PARTIES	306,026				306,026
TRADE PAYABLES - INTERCOMPANY					-
ACCOUNT SECURITIZATION PAYMENTS AS SERVICER FOR GRPI					-
DIP PRINCIPAL REPAYMENTS					-
DIP INTEREST AND USAGE FEES					-
TRANSFERS OUT - THIRD PARTIES					-
TRANSFERS OUT - NONFILING ENTITIES					-
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS	417,769			714,138	1,131,907
MISCELLANEOUS					-
TOTAL DISBURSEMENTS	732,266			714,138	1,446,404
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	191,980				191,980
CASH - END OF MONTH	6,760,633	1,500	-	0	6,762,133

CC Partners

Schedule of Cash Receipts and Disbursements

MOR-1

September 2005

	First Union Deposit Acct. 2199500031802	CURRENT MONTH	
		ACTUAL	PROJECTED
CASH BEGINNING OF MONTH	\$ -	\$ -	
RECEIPTS	No Activity		
ACCOUNTS RECEIVABLE - THIRD PARTIES		-	
ACCOUNTS RECEIVABLE - INTERCOMPANY		-	
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI		-	
DIP BORROWINGS		-	
TRANSFERS IN - THIRD PARTIES		-	
TRANSFERS IN - NONFILING ENTITIES		-	
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS		-	
TOTAL RECEIPTS		-	
DISBURSEMENTS			
PAYROLL		-	
PAYROLL TAXES		-	
TRADE PAYABLES - THIRD PARTIES		-	
TRADE PAYABLES - INTERCOMPANY		-	
ACCOUNT SECURITIZATION			
PAYMENTS AS SERVICER FOR GRPI		-	
DIP PRINCIPAL REPAYMENTS		-	
DIP INTEREST AND USAGE FEES		-	
TRANSFERS OUT - THIRD PARTIES		-	
TRANSFERS OUT - NONFILING ENTITIES		-	
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS		-	
MISCELLANEOUS		-	
TOTAL DISBURSEMENTS		-	
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)		-	
CASH - END OF MONTH	\$ -	\$ -	\$ -

Kootenai Development Company
 Schedule of Cash Receipts and Disbursements
 MOR-1
 September 2005

	First National Bank of Montana 1049097	CURRENT MONTH	
		ACTUAL	PROJECTED
CASH BEGINNING OF MONTH	\$ 5,839	\$ 5,839	
RECEIPTS	No Activity		
ACCOUNTS RECEIVABLE - THIRD PARTIES		-	
ACCOUNTS RECEIVABLE - INTERCOMPANY		-	
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI		-	
DIP BORROWINGS		-	
TRANSFERS IN - THIRD PARTIES		-	
TRANSFERS IN - NONFILING ENTITIES		-	
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS		-	
TOTAL RECEIPTS		-	
DISBURSEMENTS			
PAYROLL		-	
PAYROLL TAXES		-	
TRADE PAYABLES - THIRD PARTIES		-	
TRADE PAYABLES - INTERCOMPANY		-	
ACCOUNT SECURITIZATION		-	
PAYMENTS AS SERVICER FOR GRPI		-	
DIP PRINCIPAL REPAYMENTS		-	
DIP INTEREST AND USAGE FEES		-	
TRANSFERS OUT - THIRD PARTIES		-	
TRANSFERS OUT - NONFILING ENTITIES		-	
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS		-	
MISCELLANEOUS		-	
TOTAL DISBURSEMENTS		-	
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)		-	
CASH - END OF MONTH	\$ 5,839	\$ 5,839	\$ -

Grace Europe, Inc.

Schedule of Cash Receipts and Disbursements

MOR-1

September 2005

	Barclays Bank PLC	CURRENT MONTH ACTUAL	CURRENT MONTH PROJECTED
CASH BEGINNING OF MONTH	\$ -	\$ -	\$ -
RECEIPTS			
ACCOUNTS RECEIVABLE - THIRD PARTIES		-	
ACCOUNTS RECEIVABLE - INTERCOMPANY		-	
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI		-	
DIP BORROWINGS		-	
TRANSFERS IN - THIRD PARTIES		-	
TRANSFERS IN - NONFILING ENTITIES		-	
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS		-	
TOTAL RECEIPTS		-	-
DISBURSEMENTS			
PAYROLL		-	
PAYROLL TAXES		-	
TRADE PAYABLES - THIRD PARTIES		-	
TRADE PAYABLES - INTERCOMPANY		-	
ACCOUNT SECURITIZATION			
PAYMENTS AS SERVICER FOR GRPI		-	
DIP PRINCIPAL REPAYMENTS		-	
DIP INTEREST AND USAGE FEES		-	
TRANSFERS OUT - THIRD PARTIES		-	
TRANSFERS OUT - NONFILING ENTITIES		-	
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS		-	
MISCELLANEOUS		-	
TOTAL DISBURSEMENTS		-	-
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)		-	-
CASH - END OF MONTH	\$ -	\$ -	\$ -

Gloucester New Communities Company, Inc.
 Schedule of Cash Receipts and Disbursements
 MOR-1
 September 2005

	Cash On Hand	CURRENT MONTH	
		ACTUAL	PROJECTED
CASH BEGINNING OF MONTH	\$ 500	\$ 500	
RECEIPTS	No Activity		
ACCOUNTS RECEIVABLE - THIRD PARTIES		-	
ACCOUNTS RECEIVABLE - INTERCOMPANY		-	
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI		-	
DIP BORROWINGS		-	
TRANSFERS IN - THIRD PARTIES		-	
TRANSFERS IN - NONFILING ENTITIES		-	
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS		-	
TOTAL RECEIPTS	-	-	
DISBURSEMENTS			
PAYROLL		-	
PAYROLL TAXES		-	
TRADE PAYABLES - THIRD PARTIES		-	
TRADE PAYABLES - INTERCOMPANY		-	
ACCOUNT SECURITIZATION		-	
PAYMENTS AS SERVICER FOR GRPI		-	
DIP PRINCIPAL REPAYMENTS		-	
DIP INTEREST AND USAGE FEES		-	
TRANSFERS OUT - THIRD PARTIES		-	
TRANSFERS OUT - NONFILING ENTITIES		-	
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS		-	
MISCELLANEOUS		-	
TOTAL DISBURSEMENTS	-	-	
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)		-	
CASH - END OF MONTH	\$ 500	\$ 500	\$ -

Dewey & Almy, LLC

Schedule of Cash Receipts and Disbursements

MOR-1

September 2005

	Miscellaneous	CURRENT MONTH	
		ACTUAL	PROJECTED
CASH BEGINNING OF MONTH	\$ -	\$ -	-
RECEIPTS	No Activity	-	-
ACCOUNTS RECEIVABLE - THIRD PARTIES		-	-
ACCOUNTS RECEIVABLE - INTERCOMPANY		-	-
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI		-	-
DIP BORROWINGS		-	-
TRANSFERS IN - THIRD PARTIES		-	-
TRANSFERS IN - NONFILING ENTITIES		-	-
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS		-	-
TOTAL RECEIPTS	-	-	-
DISBURSEMENTS		-	-
PAYROLL		-	-
PAYROLL TAXES		-	-
TRADE PAYABLES - THIRD PARTIES		-	-
TRADE PAYABLES - INTERCOMPANY		-	-
ACCOUNT SECURITIZATION		-	-
PAYMENTS AS SERVICER FOR GRPI		-	-
DIP PRINCIPAL REPAYMENTS		-	-
DIP INTEREST AND USAGE FEES		-	-
TRANSFERS OUT - THIRD PARTIES		-	-
TRANSFERS OUT - NONFILING ENTITIES		-	-
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS		-	-
MISCELLANEOUS		-	-
TOTAL DISBURSEMENTS	-	-	-
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	-	-	-
CASH - END OF MONTH	\$ -	\$ -	\$ -

W. R. Grace & Co. - Conn
Bank Reconciliations
August, 2005
MOR-1

	J.P. Morgan Chase Disbursement 8819039102957 59101013572	Wachovia LOCKBOX 8819039102957	First Union Deposit Account 2195300021612	First Union Payroll 2075900003615	Merrill Lynch Investment 5323705
Balance per books	\$ 128,634	\$ -	\$ -	\$ -	\$ 193,082,770
Bank Balance (+) Deposits in transit (-) Outstanding checks Other	\$ 128,634	\$ -	\$ 10,000 (10,000)	\$ -	\$ 193,082,770
Adjusted bank balance	\$ 128,634	\$ -	\$ -	\$ -	\$ 193,082,770
Deposits in Transit	Date Rec'd Dep Date Dep Amount	Date Rec'd Dep Date Dep Amount	Date Rec'd Dep Date Dep Amount	Date Rec'd Dep Date Dep Amount	Date Rec'd Dep Date Dep Amount
Outstanding Checks	C/C# Dep. Amount	C/C# Dep. Amount	C/C# Dep. Amount	C/C# Dep. Amount	C/C# Dep. Amount
Other					
Transfers between bank accounts Accounting error Interest not recorded on books Bank fees not recorded on books Payroll tax payments not recorded Unreconciled bank activity Unreconciled ledger activity Reclass negative cash balance Returned item adjustment Payroll/other activity in transit Petty cash funds Reporting reclass Unrecorded deposit				(10,000)	

W. R. Grace & Co. - Conn
Bank Reconciliations
August, 2005
MOR-1

Balance per books	\$ 756,842	\$ 205,711	\$ (37,581)	\$ 38,079,690	\$ -		
Bank Balance (+) Deposits in transit (-) Outstanding checks Other	\$ - 756,842	\$ 205,711 (3,138,487)	\$ 3,100,926 109,098	\$ 37,970,592 \$ 38,079,690	\$ 2,584,919 (2,584,919)		
Adjusted bank balance	\$ 756,842	\$ 205,711	\$ (37,581)	\$ 38,079,690	\$ -		
Deposits in transit	Date	Amount	Date	Amount	Date	Amount	Date
Outstanding Checks	C/C#	Amount	C/C#	Amount	C/C#	Amount	C/C#
Other							
Transfers between bank accounts Accounting error Interest not recorded on books Bank fees not recorded on books Payroll tax payments not recorded Unreconciled bank activity Unreconciled ledger activity Reclass negative cash balance Returned item adjustment Payroll/other activity in transit Petty cash funds Reporting reclass Unrecorded deposit		756,842					(2,584,919)

**W. R. Grace & Co. - Conn
Bank Reconciliations
August, 2005
MOR-1**

	First Union Bank 2079900016741	First Union Bank 2079900056000	Civio Bankers Payroll 5502016733	First Union Bank 2079900065006	First Union Bank 207820005761
Balance per books	\$ -	\$ -	\$ -	\$ -	\$ -
Bank Balance	\$ -	\$ -	\$ -	\$ -	\$ -
(+) Deposits in transit					
(-) Outstanding checks	(283,323)	(598)			
Other	283,323	598			
Adjusted bank balance	\$ -	\$ -	\$ -	\$ -	\$ -
Deposits in transit	Date	Amount	Date	Amount	Date
Outstanding Checks	Date	Amount	Date	Amount	Date
Other	Date	Amount	Date	Amount	Date
Transfers between bank accounts					
Accounting error					
Interest not recorded on books					
Bank fees not recorded on books					
Payroll tax payments not recorded					
Unreconciled bank activity					
Unreconciled ledger activity					
Reclass negative cash balance					
Returned item adjustment					
Payroll/other activity in transit					
Petty cash funds					
Reporting reclass					
Unrecorded deposit					

W. R. Grace & Co. - Conn
Bank Reconciliations
August, 2005
MOR-1

Balance per books	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Bank Balance	\$ -	\$ 889,099	\$ -	\$ -	\$ -	\$ -	\$ -
(+) Deposits in transit							
(-) Outstanding checks							
Other							
Adjusted bank balance	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Deposits in transit	Date	Amount	Date	Amount	Date	Amount	Date
Outstanding Checks	Date	Amount	Date	Amount	Date	Amount	Date
Other							
Transfers between bank accounts							
Accounting error							
Interest not recorded on books							
Bank fees not recorded on books							
Payroll tax payments not recorded							
Unreconciled bank activity							
Unreconciled ledger activity							
Reclass negative cash balance							
Returned item adjustment							
Payroll/other activity in transit							
Petty cash funds							
Reporting reclass							
Unrecorded deposit							

W. R. Grace & Co. - Conn
Bank Reconciliations
August, 2005
MOR-1

	Bank of America	PNC	Hibma Nat'l	Bank of America	Bank of America	Alhambra
	Debit	Credit	Debit	Credit	Debit	Credit
Deposits in transit	00000141309		0002641350		1013812103	000000022137
Balance per books	\$ 45,246		\$ 24,454		\$ 10,000	
Bank Balance						
(+) Deposits in transit						
(-) Outstanding checks						
Other						
Adjusted bank balance	\$ 45,246		\$ 24,454		\$ 10,000	
Deposits in transit						
Outstanding Checks						
Other						
Transfers between bank accounts						
Accounting error						
Interest not recorded on books						
Bank fees not recorded on books						
Payroll tax payments not recorded						
Unreconciled bank activity						
Unreconciled ledger activity						
Reclass negative cash balance						
Returned item adjustment						
Payroll/other activity in transit						
Petty cash funds						
Reporting reclass						
Unrecorded deposit						

W. R. Grace & Co. - Conn
Bank Reconciliations
August, 2005
MOR-1

	First Union	Banco de Credito	Banco de Credito	Banco de Credito	Bank of Sudamericano
	Petty Cashless	Operating Acc	Operating Acc	Time Deposits	Operating Acc
	12040000016900529	1331115122058	1931125903172	700158205	10220251
Balance per books	\$ 56,345	(Soles) 25,842		\$ 523,319	
Bank Balance	\$ 41,064		30,072	\$ 523,319	
(+) Deposits in transit			(4,230)		
(-) Outstanding checks					
Other	15,281				
Adjusted bank balance	\$ 56,345	(Soles) 25,842		\$ 523,319	
Deposits in transit					
Outstanding Checks					
Other					
Transfers between bank accounts					
Accounting error					
Interest not recorded on books					
Bank fees not recorded on books					
Payroll tax payments not recorded					
Unreconciled bank activity					
Unreconciled ledger activity					
Reclass negative cash balance					
Returned item adjustment					
Payroll/other activity in transit					
Petty cash funds					
Reporting reclass					
Unrecorded deposit					

W. R. Grace & Co. - Conn Bank Reconciliations August, 2005 MOR-1		
Bank of Suzanne C. Proffitt Operating Account		
10220260		
Balance per books	\$ 38,240	
Bank Balance (+) Deposits in transit (-) Outstanding checks Other	\$ 38,470 (230)	
Adjusted bank balance	\$ 38,240	
Deposits in transit		
Outstanding Checks	10201799	(230)
Other		
Transfers between bank accounts Accounting error Interest not recorded on books Bank fees not recorded on books Payroll tax payments not recorded Unreconciled bank activity Unreconciled ledger activity Reclass negative cash balance Returned item adjustment Payroll/other activity in transit Petty cash funds Reporting reclass Unrecorded deposit		

<p>W. R. Grace & Co. Bank Reconciliations August, 2005 MOR-1</p>		
		JP Morgan Chase Pass Through 523861963
Balance per books	\$	48
Bank Balance	\$	-
(+) Deposits in transit	\$	-
(-) Outstanding checks	\$	-
Other	\$	48
Adjusted bank balance	\$	48
Deposits in transit	Date	AMT
Outstanding Checks	Date	AMT
Other		
Transfers between bank accounts		
Accounting error		
Interest not recorded on books		
Bank fees not recorded on books		
Payroll tax payments not recorded		
Unreconciled bank activity		
Unreconciled ledger activity		
Returned item adjustment		
Payroll activity in transit		
Petty cash funds		48

CC Partners	
Bank Reconciliations	
August, 2005	
MOR-1	
	Fiscal Year Deposit Account 2199500031802
Balance per books	\$ -
Bank Balance	\$ -
(+) Deposits in transit	
(-) Outstanding checks	
Other	
Adjusted bank balance	\$ -
Deposits in transit	
Outstanding Checks	
Other	
Transfers between bank accounts	
Accounting error	
Interest not recorded on books	
Bank fees not recorded on books	
Payroll tax payments not recorded	
Unreconciled bank activity	
Unreconciled ledger activity	
Returned item adjustment	
Payroll activity in transit	
Petty cash funds	

Darex Puerto Rico, Inc. Bank Reconciliations August, 2005 MOR-1		
		300153011
Balance per books	\$ 6,568,653	
Bank Balance	\$ 6,806,678	
(+) Deposits in transit	15,904	
(-) Outstanding checks	(262,404)	
Other	8,475	
Adjusted bank balance	\$ 6,568,653	
Deposits in transit	08/30/05	19,198
	08/30/05	(3,294)
Outstanding Checks	Ck #	Am.
	15461	(27)
	15904	(728)
	16971	(920)
	17225	(6,111)
	17288	(128,882)
	17758	(240)
	17756	(110)
	17764	(240)
	17774	(2,970)
	17773	(790)
	17781	(8,681)
	17780	(9,965)
	17782	(27,804)
	17779	(8,870)
	17778	(84)
	17784	(65,310)
	Various	(5,671)
Other		
Transfers between bank accounts		
Accounting error		
Interest not recorded on books		
Bank fees not recorded on books		
Payroll tax payments not recorded		
Unreconciled bank activity		
Unreconciled ledger activity		
Returned item adjustment		
Payroll activity in transit		
Petty cash funds		8,475

Grace Europe, Inc. Bank Reconciliations August, 2005 MOR-1	
	Barclays Bank plc PLC
Balance per books	\$ -
Bank Balance	\$ -
(+) Deposits in transit	
(-) Outstanding checks	
Other	
Adjusted bank balance	\$ -
Deposits in transit	Date Amt
Outstanding Checks	CK # Amt
Other	
Transfers between bank accounts	
Accounting error	
Interest not recorded on books	
Bank fees not recorded on books	
Payroll tax payments not recorded	
Unreconciled bank activity	
Unreconciled ledger activity	
Returned item adjustment	
Payroll activity in transit	
Petty cash funds	

Kootenai Development Company Bank Reconciliations August, 2005 MOR-1		
		First National Bank of Montana Montana Office 1049097
Balance per books	\$ 5,839	
Bank Balance	\$ 5,839	
(+) Deposits in transit		
(-) Outstanding checks		
Other		
Adjusted bank balance	\$ 5,839	
Deposits in transit		
Outstanding Checks		
Other		
Transfers between bank accounts		
Accounting error		
Interest not recorded on books		
Bank fees not recorded on books		
Payroll tax payments not recorded		
Unreconciled bank activity		
Unreconciled ledger activity		
Returned item adjustment		
Payroll activity in transit		
Petty cash funds		

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Statement of Operations

MOR - 2

Month Ended September 30, 2005

	W.R. Grace & Co.- Conn.	W.R. Grace & Co.	Remedium Group, Inc.	CCHP, Inc.	CC Partners	Grace Washington, Inc.	Litigation Management, Inc.	Grace Europe, Inc.	LB Realty, Inc.
Net sales to third parties	\$ 77,652,719	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net sales to non-filing entities	22,444,511	-	-	-	-	-	-	-	-
Net sales to filing entities	212,135	-	-	-	-	-	-	-	-
Interest and royalties from non-filing entities, net	4,839,964	-	-	-	-	-	-	-	-
Interest and royalties from filing entities, net	(6,503,271)	4,133,767	619,676	19,173	845,233	-	2,602,915	-	-
	98,646,058	4,133,767	619,676	19,173	845,233	-	2,602,915	-	-
Cost of goods sold to third parties	48,725,945	-	48	-	-	-	-	-	-
Cost of goods sold to non-filing entities	18,460,226	-	-	-	-	-	-	-	-
Cost of goods sold to filing entities	153,699	-	-	-	-	-	-	-	-
Selling, general and administrative expenses	(a) 28,140,705	-	6,015	-	-	175	-	-	-
Research and development expenses	3,314,463	-	-	-	-	-	-	-	-
Depreciation and amortization	5,388,063	-	2,318	-	-	-	-	-	-
Interest expense	4,418,467	-	-	-	-	-	-	-	-
Other expense (income)	1,579,738	-	-	-	-	-	-	-	-
	110,181,306	-	8,381	-	-	175	-	-	-
(Loss) income before Chapter 11 reorganization expenses, income taxes, minority interest and equity in net income of non-filing entities	(11,535,248)	4,133,767	611,295	19,173	845,233	(175)	2,602,915	-	-
Chapter 11 reorganization expenses, net	(4,631,727)	-	-	-	-	-	-	-	-
(Provision for) benefit from income taxes	17,304,500	(1,446,818)	(214,001)	(6,711)	(295,831)	62	(911,020)	1,251	-
Minority interest in income of subsidiary	-	-	-	-	-	-	-	-	-
Equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
Net (loss) Income	\$ 1,137,525	\$ 2,686,949	\$ 397,294	\$ 12,462	\$ 549,402	\$ (113)	\$ 1,691,895	\$ 1,251	\$ -

Note #2

Certain de minimis expenditures, including state registration fees, business license fees and certain taxes, of affiliated companies are accounted for in the statement of operations of W.R. Grace & Co. - Conn.

(a) Amount includes \$1,877,967 of expenses for Grace's legal and indemnification costs related to the Libby indictment. \$1,083,531 of this amount relates specifically to the indemnification costs of the seven current and former employees under indictment.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Statement of Operations

MOR - 2

Month Ended September 30, 2005

	Grace International Holdings, Inc.	Darex Puerto Rico, Inc.	Alewife Land Corporation	Alewife Boston, Ltd.	Five Alewife Boston Ltd.	GN Holdings, Inc.	MRA Holdings Corp.	MRA Intermedco, Inc.	MRA Staffing Systems, Inc.
Net sales to third parties	\$ -	\$ 637,747	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net sales to non-filing entities	-	-	-	-	-	-	-	-	-
Net sales to filing entities	1,256,761	-	-	-	-	-	-	-	-
Interest and royalties from non-filing entities, net	(1,715,484)	(2,007)	-	-	-	-	-	-	-
Interest and royalties from filing entities, net									
	(458,723)	635,739	-	-	-	-	-	-	-
Cost of goods sold to third parties	-	233,869	-	-	-	-	-	-	-
Cost of goods sold to non-filing entities	-	-	-	-	-	-	-	-	-
Cost of goods sold to filing entities	-	26,647	-	-	-	-	-	-	-
Selling, general and administrative expenses	-	111,506	-	-	-	-	-	-	-
Research and development expenses	-	-	-	-	-	-	-	-	-
Depreciation and amortization	-	83,380	-	-	-	-	-	-	-
Interest expense	-	-	-	-	-	-	-	-	-
Other expense (income)	25,191	-	-	-	-	-	-	-	-
	25,191	455,502	-	-	-	-	-	-	-
(Loss) income before Chapter 11 reorganization expenses, income taxes, minority interest and equity in net income of non-filing entities	(483,914)	180,237	-	-	-	-	-	-	-
Chapter 11 reorganization expenses, net	572,951	(89,625)	-	-	-	-	-	-	-
(Provision for) benefit from income taxes	-	-	-	-	-	-	-	-	-
Minority interest in income of subsidiary	-	-	-	-	-	-	-	-	-
Equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
Net (loss) income	\$ 89,037	\$ 90,612	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

Note #2

Certain de minimis expenditures, including state registration fees, business license fees and certain taxes, of affiliated companies are accounted for in the statement of operations of W. R. Grace & Co. - Conn.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Statement of Operations

MOR - 2

Month Ended September 30, 2005

	Kootenai Development Company	CB Biomedical, Inc.	Amicon, Inc.	Grace Environmental, Inc.	Grace Chemical Company of Cuba	Southern Oil, Resin & Fiberglass, Inc.	Guanica Caribe Land Development Corporation	Dewey & Almy, LLC	A-1 Bit & Tool Co., Inc.
Net sales to third parties	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net sales to non-filing entities	-	-	-	-	-	-	-	-	-
Net sales to filing entities	-	-	-	-	-	-	-	-	-
Interest and royalties from non-filing entities, net	-	-	-	-	-	-	-	-	-
Interest and royalties from filing entities, net	-	-	-	-	-	-	-	-	-
Cost of goods sold to third parties	-	-	-	-	-	-	-	-	-
Cost of goods sold to non-filing entities	-	-	-	-	-	-	-	-	-
Cost of goods sold to filing entities	-	-	-	-	-	-	-	-	-
Selling, general and administrative expenses	-	-	-	-	-	-	-	-	-
Research and development expenses	-	-	-	-	-	-	-	-	-
Depreciation and amortization	-	-	-	-	-	-	-	-	-
Interest expense	-	-	-	-	-	-	-	-	-
Other expense (income)	-	-	-	-	-	-	-	-	-
(Loss) income before Chapter 11 reorganization expenses, income taxes, minority interest and equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
Chapter 11 reorganization expenses, net	-	-	-	-	-	-	-	-	-
(Provision for) benefit from income taxes	-	-	-	-	-	-	-	-	-
Minority interest in income of subsidiary	-	-	-	-	-	-	-	-	-
Equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
Net (loss) Income	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

Note #2

Certain de minimis expenditures, including state registration fees, business license fees and certain taxes, of affiliated companies are accounted for in the statement of operations of W. R. Grace & Co. - Conn.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Statement of Operations

MOR - 2

Month Ended September 30, 2005

	Grace Tarpon Investors, Inc.	G C Limited Partners, I, Inc.	Monolith Enterprises, Incorporated	Grace Culinary Systems, Inc.	Grace Hotel Services Corporation	Monroe Street Inc.	Grace H-G Inc.	Hanover Square Corporation	Ecarq, Inc.
Net sales to third parties	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net sales to non-filing entities	-	-	-	-	-	-	-	-	-
Net sales to filing entities	-	-	-	-	-	-	-	-	-
Interest and royalties from non-filing entities, net	-	-	-	-	-	-	-	-	-
Interest and royalties from filing entities, net	-	-	-	-	-	-	-	-	-
Cost of goods sold to third parties	-	-	-	-	-	-	-	-	-
Cost of goods sold to non-filing entities	-	-	-	-	-	-	-	-	-
Cost of goods sold to filing entities	-	-	-	-	-	-	-	-	-
Selling, general and administrative expenses	-	-	-	-	-	-	-	-	-
Research and development expenses	-	-	-	-	-	-	-	-	-
Depreciation and amortization	-	-	-	-	-	-	-	-	-
Interest expense	-	-	-	-	-	-	-	-	-
Other expense (income)	-	-	-	-	-	-	-	-	-
(Loss) income before Chapter 11 reorganization expenses, income taxes, minority interest and equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
Chapter 11 reorganization expenses, net	-	-	-	-	-	-	-	-	-
(Provision for) benefit from income taxes	-	-	-	-	-	-	-	-	-
Minority interest in income of subsidiary	-	-	-	-	-	-	-	-	-
Equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
Net (loss) income	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

Note #2

Certain de minimis expenditures, including state registration fees, business license fees and certain taxes, of affiliated companies are accounted for in the statement of operations of W. R. Grace & Co. - Conn.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Statement of Operations

MOR - 2

Month Ended September 30, 2005

	W.R. Grace Land Corporation	G C Management, Inc.	Water Street Corporation	Del Taco Restaurants, Inc.	W.R. Grace Capital Corporation	Gloucester New Communities Company, Inc.	Creative Food 'N Fun Company	Grace PAR Corporation	Grace A-B Inc.
Net sales to third parties	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net sales to non-filing entities	-	-	-	-	-	-	-	-	-
Net sales to filing entities	-	-	-	-	-	-	-	-	-
Interest and royalties from non-filing entities, net	-	-	-	-	-	-	-	-	-
Interest and royalties from filing entities, net	-	-	-	-	-	-	-	-	-
Cost of goods sold to third parties	-	-	-	-	-	-	-	-	-
Cost of goods sold to non-filing entities	-	-	-	-	-	-	-	-	-
Cost of goods sold to filing entities	-	-	-	-	-	-	-	-	-
Selling, general and administrative expenses	-	-	-	-	-	-	-	-	-
Research and development expenses	-	-	-	-	-	-	-	-	-
Depreciation and amortization	-	-	-	-	-	-	-	-	-
Interest expense	-	-	-	-	-	-	-	-	-
Other expense (income)	-	-	-	-	-	-	-	-	-
(Loss) income before Chapter 11 reorganization expenses, income taxes, minority interest and equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
Chapter 11 reorganization expenses, net	-	-	-	-	-	-	-	-	-
(Provision for) benefit from income taxes	-	-	-	-	-	-	-	-	-
Minority interest in income of subsidiary	-	-	-	-	-	-	-	-	-
Equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
Net (loss) income	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

Note #2

Certain de minimis expenditures, including state registration fees, business license fees and certain taxes, of affiliated companies are accounted for in the statement of operations of W. R. Grace & Co. - Conn.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Statement of Operations

MOR - 2

Month Ended September 30, 2005

	Homo International, Inc.	GPC Thomasville Corp.	Grace Ventures Corp.	Grace Energy Corporation	GEC Management Corporation	Grace Offshore Company	Coelgrace, Inc.	Grace A-B II Inc.	Grace H-G II Inc.
Net sales to third parties	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net sales to non-filing entities	-	-	-	-	-	-	-	-	-
Net sales to filing entities	-	-	-	-	-	-	-	-	-
Interest and royalties from non-filing entities, net	-	-	-	-	-	-	-	-	-
Interest and royalties from filing entities, net	-	-	-	-	-	-	-	-	-
Cost of goods sold to third parties	-	-	-	-	-	-	-	-	-
Cost of goods sold to non-filing entities	-	-	-	-	-	-	-	-	-
Cost of goods sold to filing entities	-	-	-	-	-	-	-	-	-
Selling, general and administrative expenses	-	-	-	-	-	-	-	-	-
Research and development expenses	-	-	-	-	-	-	-	-	-
Depreciation and amortization	-	-	-	-	-	-	-	-	-
Interest expense	-	-	-	-	-	-	-	-	-
Other expense (income)	-	-	-	-	-	-	-	-	-
(Loss) income before Chapter 11 reorganization expenses, income taxes, minority interest and equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
Chapter 11 reorganization expenses, net	-	-	-	-	-	-	-	-	-
(Provision for) benefit from income taxes	-	-	-	-	-	-	-	-	-
Minority Interest in income of subsidiary	-	-	-	-	-	-	-	-	-
Equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
Net (loss) Income	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

Note #2

Certain de minimis expenditures, including state registration fees, business license fees and certain taxes, of affiliated companies are accounted for in the statement of operations of W. R. Grace & Co. - Conn.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Statement of Operations

MOR - 2

Month Ended September 30, 2005

	Coalgrace II, Inc.	Gracecoal II, Inc.	Gracecoal, Inc.	Grace Drilling Company	Grace Petroleum Libya, Incorporated	Axial Basin Ranch Company	Hayden-Gulch West Coal Company	H-G Coal Company	Eliminations between Filing Entities
Net sales to third parties	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net sales to non-filing entities	-	-	-	-	-	-	-	-	(212,135)
Net sales to filing entities	-	-	-	-	-	-	-	-	-
Interest and royalties from non-filing entities, net	-	-	-	-	-	-	-	-	-
Interest and royalties from filing entities, net	-	-	-	-	-	-	-	-	0
Cost of goods sold to third parties	-	-	-	-	-	-	-	-	-
Cost of goods sold to non-filing entities	-	-	-	-	-	-	-	-	(180,346)
Cost of goods sold to filing entities	-	-	-	-	-	-	-	-	-
Selling, general and administrative expenses	-	-	-	-	-	-	-	-	-
Research and development expenses	-	-	-	-	-	-	-	-	-
Depreciation and amortization	-	-	-	-	-	-	-	-	-
Interest expense	-	-	-	-	-	-	-	-	-
Other expense (income)	-	-	-	-	-	-	-	-	-
(Loss) income before Chapter 11 reorganization expenses, income taxes, minority interest and equity in net income of non-filing entities	-	-	-	-	-	-	-	-	(31,789)
Chapter 11 reorganization expenses, net	-	-	-	-	-	-	-	-	-
(Provision for) benefit from income taxes	-	-	-	-	-	-	-	-	-
Minority interest in income of subsidiary	-	-	-	-	-	-	-	-	-
Equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
Net (loss) Income	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (31,789)

Note #2

Certain de minimis expenditures, including state registration fees, business license fees and certain taxes, of affiliated companies are accounted for in the statement of operations of W. R. Grace & Co. - Conn.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Statement of Operations

MOR - 2

Month Ended September 30, 2005

	Conversion to Equity Method	COMBINED FILING ENTITIES
Net sales to third parties	\$ -	\$ 78,290,466
Net sales to non-filing entities	- -	22,444,511
Net sales to filing entities	- -	-
Interest and royalties from non-filing entities, net	- -	6,096,724
Interest and royalties from filing entities, net	- -	-
	- -	106,831,701
Cost of goods sold to third parties	- -	48,959,862
Cost of goods sold to non-filing entities	- -	18,460,226
Cost of goods sold to filing entities	- -	-
Selling, general and administrative expenses	- -	27,658,502
Research and development expenses	- -	3,314,463
Depreciation and amortization	- -	5,473,761
Interest expense	- -	4,418,467
Other expense (Income)	- -	1,604,928
	- -	109,890,209
(Loss) income before Chapter 11 reorganization expenses, income taxes, minority interest and equity in net income of non-filing entities	- -	(3,058,508)
Chapter 11 reorganization expenses, net	- -	(4,631,727)
(Provision for) benefit from income taxes	- -	14,914,759
Minority interest in income of subsidiary	- -	-
Equity in net income of non-filing entities	12,880,973	12,880,973
Net (loss) income	\$ 12,880,973	\$ 20,105,497

Note #2

Certain de minimis expenditures, including state registration fees, business license fees and certain taxes, of affiliated companies are accounted for in the statement of operations of W. R. Grace & Co. - Conn.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Balance Sheet

MOR - 3

September 30, 2005

	W.R. Grace & Co.- Conn	W.R. Grace & Co.	Remedium Group, Inc.	CCHP, Inc.	CC Partners	Grace Washington, Inc.
ASSETS						
Current Assets						
Cash and cash equivalents	\$ 267,551,227	\$ -	\$ (123,866)	\$ -	\$ -	\$ -
Accounts and other receivables, net	124,891,941					
Receivables from/(payables to) filing and non-filing entities, net	391,120,288	(412,685,788)	(25,632,587)	12,881,822	(67,797,562)	(10,303,993)
Inventories	79,785,878	-				
Deferred income taxes	27,145,399	-	4,107,330	-	-	-
Other current assets	13,841,869	-				
Total Current Assets	904,336,601	(412,685,788)	(21,649,123)	12,881,822	(67,797,562)	(10,303,993)
Properties and equipment, net	337,252,930	-	408,969	-	-	-
Goodwill	14,499,090	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	82,951,830	-	-	-	-	-
Deferred income taxes	1,001,162,097	-	22,153,165	-	-	-
Asbestos-related insurance receivable	500,000,000	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	(1,456,748,508)	936,056,460	112,812,608	5,224,147	226,113,241	-
Investment in filing and non-filing entities	825,422,645	241,512,111	-	-	-	-
Other assets	74,908,876	-	-	-	-	-
Total Assets	\$ 2,283,785,561	\$ 764,882,782	\$ 113,725,618	\$ 18,105,969	\$ 158,315,679	\$ (10,303,993)
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)						
Liabilities Not Subject to Compromise						
Current Liabilities						
Debt payable within one year	\$ 179,604	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	63,944,384	-	1,283	-	-	-
Income taxes payable	(75,626)	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	146,747,270	-	20,764	-	-	1,302
Total Current Liabilities	210,795,631	-	22,046	-	-	1,302
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	303,573,667	-	-	-	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	375,441,258	-	-	-	-	-
Total Liabilities Not Subject to Compromise	889,810,556	-	22,046	-	-	1,302
Liabilities Subject to Compromise						
Debt, pre-petition plus accrued interest	674,681,355	-	-	-	-	-
Accounts payable	30,678,905	-	665,607	-	-	-
Income taxes payable	43,497,185	47,096,536	(12,278,956)	211,713	9,758,303	(13,949)
Asbestos-related liability	1,700,000,000	-	-	-	-	-
Other liabilities	490,494,354	-	75,015,984	-	2,038,811	-
Total Liabilities Subject to Compromise	2,939,351,799	47,096,536	63,402,635	211,713	11,797,114	(13,949)
Total Liabilities	3,829,162,354	47,096,536	63,424,681	211,713	11,797,114	(12,647)
Shareholders' Equity (Deficit)						
Preferred Stock	-	-	-	-	-	-
Common Stock	83,968,960	783,032	12,223	1,000	-	1,000
Paid in capital	142,809,878	419,725,373	9,724,449	34,052,467	56,011,577	-
(Accumulated deficit)/Retained earnings	(1,366,371,727)	416,958,547	40,564,265	(16,159,210)	90,506,989	(10,292,345)
Treasury stock, at cost	-	(119,680,805)	-	-	-	-
Accumulated other comprehensive loss	(405,783,904)	100	-	-	-	-
Deferred compensation trust	-	100	-	-	-	-
Total Shareholders' Equity (Deficit)	(1,545,376,793)	717,786,246	50,300,937	17,894,256	146,518,565	(10,291,345)
Total Liabilities and Shareholders' Equity (Deficit)	\$ 2,283,785,561	\$ 764,882,782	\$ 113,725,618	\$ 18,105,969	\$ 158,315,679	\$ (10,303,993)

Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Balance Sheet

MOR - 3

September 30, 2005

	Litigation Management, Inc.	Grace Europe, Inc.	L B Realty, Inc.	Grace International Holdings, Inc.	Darex Puerto Rico, Inc.	Alewife Land Corporation
ASSETS						
Current Assets						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ 6,762,133	\$ -
Accounts and other receivables, net	-	89,352	-	-	2,651,041	-
Receivables from/(payables to) filing and non-filing entities, net	(386,938,610)	5,615,120	140,524,854	(85,339,254)	(3,078,292)	(4,498,480)
Inventories	-	(0)	-	-	357,745	-
Deferred income taxes	-	82,328	-	-	3,759	-
Other current assets	-	-	-	-	3,388	-
Total Current Assets	(386,938,610)	5,786,799	140,524,854	(85,339,254)	6,699,774	(4,498,480)
Properties and equipment, net	-	-	-	-	575,277	-
Goodwill	-	-	-	-	4,377,631	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	520,999,708	(3,278,065)	-	23,956,458	(0)	-
Investment in filing and non-filing entities	-	-	-	58,669,464	-	-
Other assets	-	54,000	-	6,012,533	8,979,365	-
Total Assets	\$ 134,061,098	\$ 2,562,735	\$ 140,524,854	\$ 3,299,202	\$ 20,632,046	\$ (4,498,480)
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)						
Liabilities Not Subject to Compromise						
Current Liabilities						
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	24,020	-	-	980,966	-
Income taxes payable	-	-	-	-	75,895	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	354,923	-	-	222,489	-
Total Current Liabilities	-	378,944	-	-	1,279,349	-
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	-	0	-	(566,581)	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
Total Liabilities Not Subject to Compromise	-	378,944	-	(566,581)	1,279,349	-
Liabilities Subject to Compromise						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Accounts payable	-	-	-	-	133,907	-
Income taxes payable	30,063,155	(910,693)	(150)	(7,640,316)	2,543,149	(168,192)
Asbestos-related liability	-	-	-	-	-	-
Other liabilities	-	235,222	-	-	-	-
Total Liabilities Subject to Compromise	30,063,155	(675,471)	(150)	(7,640,316)	2,677,056	(168,192)
Total Liabilities	30,063,155	(296,527)	(150)	(8,206,897)	3,956,406	(168,192)
Shareholders' Equity (Deficit)						
Preferred Stock	112	-	-	-	-	-
Common Stock	1,000	1,000	-	1,000	1,000	200
Paid in capital	(29,267,410)	-	25,358,993	61,845,489	13,074,177	274,606
(Accumulated deficit)/Retained earnings	133,264,241	(484,094)	115,166,011	(94,573,174)	3,600,463	(4,605,094)
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive loss	-	3,342,355	-	44,232,784	-	-
Deferred compensation trust	-	-	-	-	-	-
Total Shareholders' Equity (Deficit)	103,997,943	2,859,261	140,525,004	11,506,099	16,675,640	(4,330,288)
Total Liabilities and Shareholders' Equity (Deficit)	\$ 134,061,098	\$ 2,562,735	\$ 140,524,854	\$ 3,299,202	\$ 20,632,046	\$ (4,498,480)

Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W. R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Balance Sheet

MOR - 3

September 30, 2005

	Alewife Boston Ltd.	Five Alawife Boston Ltd.	GN Holdings, Inc.	MRA Holdings Corp.	MRA Intermedco, Inc.	MRA Staffing Systems, Inc.
ASSETS						
Current Assets						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts and other receivables, net	(2,143,580)	-	(57,817,172)	(110)	(330)	(19,771)
Receivables from/(payables to) filing and non-filing entities, net	-	-	-	-	-	-
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
Total Current Assets	(2,143,580)	-	(57,817,172)	(110)	(330)	(19,771)
Properties and equipment, net	-	-	-	-	-	-
Goodwill	-	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	34,053,467	54,500,000	54,500,000	56,011,577
Investment in filing and non-filing entities	-	-	-	-	-	-
Other assets	-	-	-	-	-	-
Total Assets	\$ (2,143,580)	\$ -	\$ (23,763,706)	\$ 54,499,890	\$ 54,499,670	\$ 55,991,806
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)						
Liabilities Not Subject to Compromise						
Current Liabilities						
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	-	-
Total Current Liabilities	-	-	-	-	-	-
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
Total Liabilities Not Subject to Compromise	-	-	-	-	-	-
Liabilities Subject to Compromise						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Accounts payable	-	-	-	-	-	-
Income taxes payable	(210)	-	-	(110)	(330)	(5,251)
Asbestos-related liability	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
Total Liabilities Subject to Compromise	(210)	-	-	(110)	(330)	(5,251)
Total Liabilities	(210)	-	-	(110)	(330)	(5,251)
Shareholders' Equity (Deficit)						
Preferred Stock	-	-	-	-	-	-
Common Stock	-	-	931,540	1	130	130
Paid in capital	-	-	9,408,460	54,499,999	54,499,870	54,499,870
(Accumulated deficit)/Retained earnings	(2,143,370)	-	(34,103,706)	-	-	1,497,057
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive loss	-	-	-	-	-	-
Deferred compensation trust	-	-	-	-	-	-
Total Shareholders' Equity (Deficit)	(2,143,370)	-	(23,763,706)	54,500,000	54,500,000	55,997,057
Total Liabilities and Shareholders' Equity (Deficit)	\$ (2,143,580)	\$ -	\$ (23,763,706)	\$ 54,499,890	\$ 54,499,670	\$ 55,991,806

Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Balance Sheet

MOR - 3

September 30, 2005

	Kootenai Development Company	CB Biomedical, Inc.	Amicon, Inc.	Grace Environmental, Inc.	Grace Chemical Company of Cuba	Southern Oil, Resin & Fiberglass, Inc.
ASSETS						
Current Assets						
Cash and cash equivalents	\$ 5,839	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts and other receivables, net	-	-	-	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	(10,483)	(26,614,022)	57,347,191	(7,283,826)	-	-
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Other current assets	6,908	-	-	-	-	-
Total Current Assets	2,265	(26,614,022)	57,347,191	(7,283,826)	-	-
Properties and equipment, net	-	-	-	-	-	-
Goodwill	-	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	-	-	-	-	-	-
Other assets	1,630,940	-	-	-	-	-
Total Assets	\$ 1,633,205	\$ (26,614,022)	\$ 57,347,191	\$ (7,283,826)	\$ -	\$ -
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)						
Liabilities Not Subject to Compromise						
Current Liabilities						
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	551,649	5,000	-	-	-	-
Total Current Liabilities	551,649	5,000	-	-	-	-
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
Total Liabilities Not Subject to Compromise	551,649	5,000	-	-	-	-
Liabilities Subject to Compromise						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Accounts payable	-	-	-	-	-	-
Income taxes payable	(8,122)	(195)	10,346,794	(230)	-	-
Asbestos-related liability	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
Total Liabilities Subject to Compromise	(8,122)	(195)	10,346,794	(230)	-	-
Total Liabilities	543,527	4,805	10,346,794	(230)	-	-
Shareholders' Equity (Deficit)						
Preferred Stock	-	-	-	-	-	-
Common Stock	-	-	-	-	-	-
Paid in capital	1,104,954	859,233	3,671,658	5,150	-	-
(Accumulated deficit)/Retained earnings	(15,276)	(27,478,060)	43,427,950	5,144,850	-	-
Treasury stock, at cost	-	-	-	(12,433,596)	-	-
Accumulated other comprehensive loss	-	-	(99,212)	-	-	-
Deferred compensation trust	-	-	-	-	-	-
Total Shareholders' Equity (Deficit)	1,089,678	(26,618,827)	47,000,396	(7,283,596)	-	-
Total Liabilities and Shareholders' Equity (Deficit)	\$ 1,633,205	\$ (26,614,022)	\$ 57,347,191	\$ (7,283,826)	\$ -	\$ -

Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Balance Sheet

MOR - 3

September 30, 2005

	Guanica-Caribe Land Development Corporation	Dawey & Almy, LLC	A-1 Bit & Tool Co., Inc.	Grace Tarpon Investors, Inc.	G C Limited Partners I, Inc.	Monolith Enterprises, Incorporated
ASSETS						
Current Assets						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts and other receivables, net	-	-	-	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	5,824,284	(102,989)	(1,119,103)	10,284,124	330	(2,417,714)
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
Total Current Assets	5,824,284	(102,989)	(1,119,103)	10,284,124	330	(2,417,714)
Properties and equipment, net	-	-	-	-	-	-
Goodwill	-	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	-	94,022	-	-	-	-
Other assets	-	-	-	-	-	-
Total Assets	\$ 5,824,284	\$ (8,966)	\$ (1,119,103)	\$ 10,284,124	\$ 330	\$ (2,417,714)
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)						
Liabilities Not Subject to Compromise						
Current Liabilities						
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	3	-	-
Total Current Liabilities	-	-	-	3	-	-
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
Total Liabilities Not Subject to Compromise	-	-	-	3	-	-
Liabilities Subject to Compromise						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Accounts payable	(110)	-	(110)	(560)	(560)	(450)
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
Total Liabilities Subject to Compromise	(110)	-	(110)	(560)	(560)	(450)
Total Liabilities	(110)	-	(110)	(557)	(560)	(450)
Shareholders' Equity (Deficit)						
Preferred Stock						
Common Stock	1,000	2,000	29,000	1,000	1,000	26,000
Paid in capital	5,823,446	-	-	3,136,087	-	9,988,414
(Accumulated deficit)/Retained earnings	(52)	(10,966)	(1,147,993)	7,147,595	(110)	(12,431,678)
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive loss	-	-	-	-	-	-
Deferred compensation trust	-	-	-	-	-	-
Total Shareholders' Equity (Deficit)	5,824,394	(8,966)	(1,118,993)	10,284,682	890	(2,417,264)
Total Liabilities and Shareholders' Equity (Deficit)	\$ 5,824,284	\$ (8,966)	\$ (1,119,103)	\$ 10,284,124	\$ 330	\$ (2,417,714)

Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Balance Sheet

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September 30, 2005

	Grace Culinary Systems, Inc.	Grace Hotel Services Corporation	Monroe Street, Inc.	Grace H-G Inc.	Hanover Square Corporation	Ecarq, Inc.
ASSETS						
Current Assets						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts and other receivables, net	(26,312,455)	(5,132,933)	(3,350,634)	(2,509,849)	840	(1,230,613)
Receivables from/(payables to) filing and non-filing entities, net	-	-	-	-	-	-
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
Total Current Assets	(26,312,455)	(5,132,933)	(3,350,634)	(2,509,849)	840	(1,230,613)
Properties and equipment, net	-	-	-	-	-	-
Goodwill	-	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	-	-	-	-	-	-
Other assets	-	-	-	-	-	-
Total Assets	\$ (26,312,455)	\$ (5,132,933)	\$ (3,350,634)	\$ (2,509,849)	\$ 840	\$ (1,230,613)
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)						
Liabilities Not Subject to Compromise						
Current Liabilities						
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	-	-
Total Current Liabilities	-	-	-	-	-	-
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
Total Liabilities Not Subject to Compromise	-	-	-	-	-	-
Liabilities Subject to Compromise						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Accounts payable	-	(818)	(110)	(210)	(110)	(30)
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
Total Liabilities Subject to Compromise	-	(818)	(110)	(210)	(110)	(30)
Total Liabilities	-	(818)	(110)	(210)	(110)	(30)
Shareholders' Equity (Deficit)						
Preferred Stock	-	-	-	-	-	-
Common Stock	-	-	1,000	1,000	1,000	50
Paid in capital	-	-	-	-	-	50
(Accumulated deficit)/Retained earnings	(26,312,455)	(5,132,115)	(3,351,524)	(2,510,639)	(50)	(1,230,683)
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive loss	-	-	-	-	-	-
Deferred compensation trust	-	-	-	-	-	-
Total Shareholders' Equity (Deficit)	(26,312,455)	(5,132,115)	(3,350,524)	(2,509,639)	950	(1,230,583)
Total Liabilities and Shareholders' Equity (Deficit)	\$ (26,312,455)	\$ (5,132,933)	\$ (3,350,634)	\$ (2,509,849)	\$ 840	\$ (1,230,613)

Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Balance Sheet

MOR - 3

September 30, 2005

	W.R. Grace Land Corporation	G C Management, Inc.	Water Street Corporation	Del Taco Restaurants, Inc.	W.R. Grace Capital Corporation	Gloucester New Communities Company, Inc.
ASSETS						
Current Assets						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 500
Accounts and other receivables, net	36,708,315	-	(73,061)	(12,559,518)	(264,688)	(19,464,242)
Receivables from/(payables to) filing and non-filing entities, net	-	-	-	-	-	-
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
Total Current Assets	36,708,315		(73,061)	(12,559,518)	(264,688)	(19,463,742)
Properties and equipment, net	-	-	-	-	438,445	-
Goodwill	-	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-	-
Deferred Income taxes	-	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	6,284,806	-	-	-	-	-
Investment in filing and non-filing entities	-	-	-	-	-	-
Other assets	-	-	-	-	-	4,066
Total Assets	\$ 42,993,121		\$ (73,061)	\$ (12,559,518)	\$ 173,757	\$ (19,459,676)
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)						
Liabilities Not Subject to Compromise						
Current Liabilities						
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	4,066
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	199	-
Total Current Liabilities	-		-	-	199	4,066
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
Total Liabilities Not Subject to Compromise	-		-	-	199	4,066
Liabilities Subject to Compromise						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Accounts payable	(821)	-	(110)	(265)	(759)	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
Total Liabilities Subject to Compromise	(821)		(110)	(265)	(759)	-
Total Liabilities	(821)		(110)	(265)	(560)	4,066
Shareholders' Equity (Deficit)						
Preferred Stock	-	-	-	-	-	-
Common Stock	5,000	-	1,000	85,539	1,000	5,000
Paid in capital	19,577,180	-	-	6,541,055	4,000	6,000,000
(Accumulated deficit)/Retained earnings	23,411,782	-	(73,951)	(19,185,847)	169,317	(25,468,742)
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive loss	-	-	-	-	-	-
Deferred compensation trust	-	-	-	-	-	-
Total Shareholders' Equity (Deficit)	42,993,942		(72,951)	(12,559,253)	174,317	(19,463,742)
Total Liabilities and Shareholders' Equity (Deficit)	\$ 42,993,121		\$ (73,061)	\$ (12,559,518)	\$ 173,757	\$ (19,459,676)

Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Balance Sheet

MOR - 3

September 30, 2005

	Creative Food N Fun Company	Grace PAR Corporation	Grace A-B Inc.	Homco International, Inc.	GPC Thomasville Corp.	Grace Ventures Corp.
ASSETS						
Current Assets						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts and other receivables, net	-	-	-	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	23,478,717	6,345,361	810,265	(59,581,637)	(185)	(86,721)
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
Total Current Assets	23,478,717	6,345,361	810,265	(59,581,637)	(185)	(86,721)
Properties and equipment, net	-	-	-	-	-	-
Goodwill	-	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-	-
Deferred Income taxes	-	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	-	-	-	-	-	-
Other assets	-	-	-	-	-	-
Total Assets	\$ 23,478,717	\$ 6,345,361	\$ 810,265	\$ (59,581,637)	\$ (185)	\$ (86,721)
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)						
Liabilities Not Subject to Compromise						
Current Liabilities						
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	-	-
Total Current Liabilities	-	-	-	-	-	-
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
Total Liabilities Not Subject to Compromise	-	-	-	-	-	-
Liabilities Subject to Compromise						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Accounts payable	(1,432)	(300)	(335)	(405)	(185)	(110)
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
Total Liabilities Subject to Compromise	(1,432)	(300)	(335)	(405)	(185)	(110)
Total Liabilities	(1,432)	(300)	(335)	(405)	(185)	(110)
Shareholders' Equity (Deficit)						
Preferred Stock						
Common Stock	1,090,000	1,000	1,000	303,000	-	-
Paid in capital	33,631,999	18,090,032	-	37,765,000	-	1,900,000
(Accumulated deficit)/Retained earnings	(11,241,851)	(11,745,371)	809,600	(97,649,232)	-	(1,986,611)
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive loss	-	-	-	-	-	-
Deferred compensation trust	-	-	-	-	-	-
Total Shareholders' Equity (Deficit)	23,480,148	6,345,661	810,600	(59,581,232)		(86,611)
Total Liabilities and Shareholders' Equity (Deficit)	\$ 23,478,717	\$ 6,345,361	\$ 810,265	\$ (59,581,637)	\$ (185)	\$ (86,721)

Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Balance Sheet

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September 30, 2005

	Grace Energy Corporation	GEC Management Corporation	Grace Offshore Company	Coalgrace, Inc.	Grace A-B II Inc.	Grace H-G II Inc.
ASSETS						
Current Assets						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts and other receivables, net	-	-	-	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	352,712,699	4,389,612	(15,750,664)	5,296,839	875,359	(5,314)
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
Total Current Assets	352,712,699	4,389,612	(15,750,664)	5,296,839	875,359	(5,314)
Properties and equipment, net	-	-	-	-	-	-
Goodwill	-	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	(35,903,123)	(14,135,725)	-	-	-	-
Investment in filing and non-filing entities	187,272,210	-	-	-	-	-
Other assets	-	-	-	-	-	-
Total Assets	\$ 504,081,786	\$ (9,746,113)	\$ (15,750,664)	\$ 5,296,839	\$ 875,359	\$ (5,314)
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)						
Liabilities Not Subject to Compromise						
Current Liabilities						
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	-	-
Total Current Liabilities	-	-	-	-	-	-
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
Total Liabilities Not Subject to Compromise	-	-	-	-	-	-
Liabilities Subject to Compromise						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Accounts payable	-	-	-	-	-	-
Income taxes payable	(119)	(110)	-	(360)	(310)	(260)
Asbestos-related liability	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
Total Liabilities Subject to Compromise	(119)	(110)	-	(360)	(310)	(260)
Total Liabilities	(119)	(110)	-	(360)	(310)	(260)
Shareholders' Equity (Deficit)						
Preferred Stock	-	-	-	-	-	-
Common Stock	1,000	1,000	(114,960)	100	1,000	1,000
Paid In capital	451,425,156	(2,089,027)	34,215,000	-	-	-
(Accumulated deficit)/Retained earnings	52,655,749	(7,657,976)	(49,850,704)	5,297,099	874,669	(6,054)
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive loss	-	-	-	-	-	-
Deferred compensation trust	-	-	-	-	-	-
Total Shareholders' Equity (Deficit)	504,081,905	\$ (9,746,003)	\$ (15,750,664)	5,297,199	875,669	\$ (5,054)
Total Liabilities and Shareholders' Equity (Deficit)	\$ 504,081,786	\$ (9,746,113)	\$ (15,750,664)	\$ 5,296,839	\$ 875,359	\$ (5,314)

Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Balance Sheet

MOR - 3

September 30, 2005

	Coalgrace II, Inc.	Gracoal II, Inc.	Gracoal, Inc.	Grace Drilling Company	Grace Petroleum Libya Incorporated	Axal Basin Ranch Company
ASSETS						
Current Assets						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts and other receivables, net	108,080	130,215,533	145,239,206	(81,115,113)	47,407,796	-
Receivables from/(payables to) filing and non-filing entities, net	-	-	-	-	-	-
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
Total Current Assets	108,080	130,215,533	145,239,206	(81,115,113)	47,407,796	-
Properties and equipment, net	-	-	-	-	-	-
Goodwill	-	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-	-
Deferred Income taxes	-	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	-	-	-	-	-	-
Other assets	-	-	-	-	-	-
Total Assets	\$ 108,080	\$ 130,215,533	\$ 145,239,206	\$ (81,115,113)	\$ 47,407,796	\$ -
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)						
Liabilities Not Subject to Compromise						
Current Liabilities						
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	-	-
Total Current Liabilities	-	-	-	-	-	-
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	-	27,277,846	27,277,846	-	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
Total Liabilities Not Subject to Compromise	-	27,277,846	27,277,846	-	-	-
Liabilities Subject to Compromise						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Accounts payable	-	-	-	-	-	-
Income taxes payable	(360)	1,749,615	1,749,790	(480)	(110)	-
Asbestos-related liability	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
Total Liabilities Subject to Compromise	(360)	1,749,615	1,749,790	(480)	(110)	-
Total Liabilities	(360)	29,027,461	29,027,636	(480)	(110)	-
Shareholders' Equity (Deficit)						
Preferred Stock	-	-	-	-	-	-
Common Stock	1,000	1,000	100	124,473	1,000	-
Paid in capital	-	30,293,750	13,880,108	51,173,713	7,308,934	-
(Accumulated deficit)/Retained earnings	107,440	70,893,322	102,331,362	(132,412,819)	40,097,972	-
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive loss	-	-	-	-	-	-
Deferred compensation trust	-	-	-	-	-	-
Total Shareholders' Equity (Deficit)	108,440	101,188,072	116,211,570	(81,114,633)	47,407,906	-
Total Liabilities and Shareholders' Equity (Deficit)	\$ 108,080	\$ 130,215,533	\$ 145,239,206	\$ (81,115,113)	\$ 47,407,796	\$ -

Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Balance Sheet

MOR - 3

September 30, 2005

	Hayden-Gulch West Coal Company	H-G Coal Company	Eliminations between Filing Entities	Conversion to Equity Method	Reporting Reclassess
ASSETS					
Current Assets					
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts and other receivables, net	\$ -	\$ -	\$ -	\$ -	\$ 200,000
Receivables from/(payables to) filing and non-filing entities, net	\$ -	\$ -	\$ -	\$ -	(9,766,327)
Inventories	\$ -	\$ -	\$ -	\$ -	\$ -
Deferred income taxes	\$ -	\$ -	\$ -	\$ -	(9,566,327)
Other current assets	\$ -	\$ -	\$ -	\$ -	\$ -
Total Current Assets	\$ -	\$ -	\$ -	\$ -	\$ (9,566,327)
Properties and equipment, net	\$ -	\$ -	\$ -	\$ -	\$ -
Goodwill	\$ -	\$ -	\$ -	\$ -	\$ -
Cash value of company owned life insurance, net of policy loans	\$ -	\$ -	\$ -	\$ -	(357,562,778)
Deferred income taxes	\$ -	\$ -	\$ -	\$ -	\$ -
Asbestos-related insurance receivable	\$ -	\$ -	\$ -	\$ -	\$ -
Loans receivable from/(payable to) filing and non-filing entities, net	\$ -	\$ -	\$ (1,326,102,717)	\$ 319,160,720	\$ 1,800,000
Investment in filing and non-filing entities	\$ -	\$ -	\$ (1,101,282)	\$ -	\$ -
Other assets	\$ -	\$ -	\$ -	\$ -	\$ -
Total Assets	\$ -	\$ -	\$ (1,327,203,999)	\$ 319,160,720	\$ (365,329,105)
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)					
Liabilities Not Subject to Compromise					
Current Liabilities					
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	\$ -	\$ -	\$ -	\$ -	\$ 5,000,000
Income taxes payable	\$ -	\$ -	\$ -	\$ -	\$ -
Asbestos-related liability expected to be disbursed within one year	\$ -	\$ -	\$ -	\$ -	\$ (20,566,327)
Other current liabilities	\$ -	\$ -	\$ -	\$ -	\$ (15,566,327)
Total Current Liabilities	\$ -	\$ -	\$ -	\$ -	\$ (15,566,327)
Debt payable after one year	\$ -	\$ -	\$ -	\$ -	\$ -
Deferred income taxes	\$ -	\$ -	\$ -	\$ -	\$ (357,562,778)
Asbestos-related liability expected to be disbursed after one year	\$ -	\$ -	\$ (100,000)	\$ -	\$ -
Other liabilities	\$ -	\$ -	\$ -	\$ -	\$ -
Total Liabilities Not Subject to Compromise	\$ -	\$ -	\$ (100,000)	\$ -	\$ (373,129,105)
Liabilities Subject to Compromise					
Debt, pre-petition plus accrued interest	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	\$ -	\$ -	\$ -	\$ -	\$ -
Income taxes payable	\$ -	\$ -	\$ -	\$ -	\$ -
Asbestos-related liability	\$ -	\$ -	\$ -	\$ -	\$ -
Other liabilities	\$ -	\$ -	\$ -	\$ -	\$ -
Total Liabilities Subject to Compromise	\$ -	\$ -	\$ -	\$ -	\$ -
Total Liabilities	\$ -	\$ -	\$ (100,000)	\$ -	\$ (373,129,105)
Shareholders' Equity (Deficit)					
Preferred Stock	\$ -	\$ -	\$ -	\$ -	\$ -
Common Stock	\$ -	\$ -	\$ (86,493,960)	\$ -	\$ -
Paid in capital	\$ -	\$ -	\$ (1,222,570,000)	\$ -	\$ -
(Accumulated deficit)/Retained earnings	\$ -	\$ -	\$ (17,040,039)	\$ 338,923,497	\$ 2,000,000
Treasury stock, at cost	\$ -	\$ -	\$ -	\$ -	\$ -
Accumulated other comprehensive loss	\$ -	\$ -	\$ (1,000,000)	\$ (19,762,778)	\$ 5,800,000
Deferred compensation trust	\$ -	\$ -	\$ -	\$ -	\$ -
Total Shareholders' Equity (Deficit)	\$ -	\$ -	\$ (1,327,103,999)	\$ 319,160,720	\$ 7,800,000
Total Liabilities and Shareholders' Equity (Deficit)	\$ -	\$ -	\$ (1,327,203,999)	\$ 319,160,720	\$ (365,329,105)

Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

W.R. Grace & Co. - Chapter 11 Filing Entities

Combining Balance Sheet

MOR - 3

September 30, 2005

		COMBINED FILING ENTITIES
ASSETS		
Current Assets		
Cash and cash equivalents	\$ 274,195,834	
Accounts and other receivables, net	127,632,333	
Receivables from/(payables to) filing and non-filing entities, net	56,145,343	
Inventories	80,143,623	
Deferred income taxes	21,572,489	
Other current assets	13,852,165	
Total Current Assets	573,541,787	
Properties and equipment, net	338,675,620	
Goodwill	18,876,721	
Cash value of company owned life insurance, net of policy loans	82,951,830	
Deferred income taxes	665,752,484	
Asbestos-related insurance receivable	500,000,000	
Loans receivable from/(payable to) filing and non-filing entities, net	315,097,201	
Investment in filing and non-filing entities	513,178,304	
Other assets	90,488,498	
Total Assets	\$ 3,098,562,445	
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)		
Liabilities Not Subject to Compromise		
Current Liabilities		
Debt payable within one year	\$ 179,604	
Accounts payable	64,954,719	
Income taxes payable	5,000,269	
Asbestos-related liability expected to be disbursed within one year	-	
Other current liabilities	127,337,270	
Total Current Liabilities	197,471,862	
Debt payable after one year	-	
Deferred income taxes	-	
Asbestos-related liability expected to be disbursed after one year	-	
Other liabilities	375,341,258	
Total Liabilities Not Subject to Compromise	572,813,120	
Liabilities Subject to Compromise		
Debt, pre-petition plus accrued interest	674,681,355	
Accounts payable	31,478,419	
Income taxes payable	125,979,638	
Asbestos-related liability	1,700,000,000	
Other liabilities	567,784,371	
Total Liabilities Subject to Compromise	3,099,923,783	
Total Liabilities	3,672,736,903	
Shareholders' Equity (Deficit)		
Preferred Stock	112	
Common Stock	785,708	
Paid in capital	423,393,367	
(Accumulated deficit)/Retained earnings	(505,402,187)	
Treasury stock, at cost	(119,680,805)	
Accumulated other comprehensive loss	(373,270,653)	
Deferred compensation trust	100	
Total Shareholders' Equity (Deficit)	(574,174,458)	
Total Liabilities and Shareholders' Equity (Deficit)	\$ 3,098,562,445	

Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.